

**Return of Allotment of Shares**Company Name: **PHARMASEAL INTERNATIONAL LIMITED**Company Number: **09993255**Received for filing in Electronic Format on the: **18/12/2020**

X9K6RUK8

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	15/12/2020	18/12/2020

Class of Shares:	A ORDINARY	Number allotted	173868
Currency:	GBP	Nominal value of each share	0.00001
		Amount paid:	3
		Amount unpaid:	0

No shares allotted other than for cash

Class of Shares:	A ORDINARY	Number allotted	71000
Currency:	GBP	Nominal value of each share	0.00001
		Amount paid:	2
		Amount unpaid:	0

Non-cash consideration

**THE SHARES WERE ISSUED AND ALLOTTED IN SATISFACTION ON A LOAN OF £141,999
OWED BY THE COMPANY TO THE ALLOTTEE.**

Statement of Capital (Share Capital)

Class of Shares:	A	Number allotted	403954
	ORDINARY	Aggregate nominal value:	4.03954
	SHARES		

Currency: GBP

Prescribed particulars

VOTING 1.1 EACH ORDINARY SHARE AND A SHARE CARRIES ONE VOTE. DIVIDENDS 2.1 ANY AVAILABLE PROFITS WHICH THE COMPANY MAY DETERMINE TO DISTRIBUTE IN RESPECT OF ANY FINANCIAL YEAR SHALL BE DISTRIBUTED AS FOLLOWS: (A) A TOTAL OF £1.00 SHALL BE PAID TO THE HOLDERS OF THE DEFERRED SHARES (IF ANY) FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES); AND (B) THE BALANCE SHALL BE DISTRIBUTED AMONG THE EQUITY SHAREHOLDERS (EQUALLY AS IF THE EQUITY SHARES CONSTITUTED ONE CLASS OF SHARE) PRO RATA TO THEIR RESPECTIVE HOLDINGS OF EQUITY SHARES. RETURN OF CAPITAL 3.1 ON A DISTRIBUTION OF ASSETS ON A LIQUIDATION THE SURPLUS ASSETS OF THE COMPANY REMAINING AFTER PAYMENT OF ITS LIABILITIES SHALL BE APPLIED (TO THE EXTENT THAT THE COMPANY IS LAWFULLY PERMITTED TO DO SO): (A) IN PAYING A TOTAL OF £1.00 TO THE HOLDERS OF THE DEFERRED SHARES (IF ANY) FOR THE ENTIRE CLASS OF DEFERRED SHARES (WHICH PAYMENT SHALL BE DEEMED SATISFIED BY PAYMENT TO ANY ONE HOLDER OF DEFERRED SHARES); AND (B) THEREAFTER THE BALANCE SHALL BE PAID TO THE EQUITY SHAREHOLDERS (EQUALLY AS IF THE EQUITY SHARES CONSTITUTED ONE CLASS OF SHARE) PRO RATA TO THEIR RESPECTIVE HOLDINGS OF EQUITY SHARES. ASSET SALE 4.1 IN THE EVENT OF AN ASSET SALE, THE COMPANY SHALL THEREUPON BE WOUND UP AND THE ASSETS AVAILABLE DISTRIBUTED IN ACCORDANCE WITH PARAGRAPH 3.1. SALE 5.1 IN THE EVENT OF A SALE THE TOTAL OF ALL AND ANY CONSIDERATION RECEIVED (WHETHER IN CASH OR OTHERWISE) IN RESPECT OF THE SHARES THAT ARE THE SUBJECT OF THE SALE SHALL BE PAID TO THE SELLERS OF THE EQUITY SHARES THE SUBJECT OF THE SALE IN PROPORTION TO THE NUMBER OF SUCH EQUITY SHARES SOLD BY EACH OF THEM. NON-REDEEMABLE 6.1 THE ORDINARY SHARES AND A SHARES ARE NON-REDEEMABLE. DEFINITIONS "A SHARES" A ORDINARY SHARES OF £0.00001 EACH IN THE CAPITAL OF THE COMPANY "ACTING IN CONCERT" HAS THE MEANING GIVEN TO IT IN THE CITY CODE ON TAKEOVERS AND MERGERS PUBLISHED BY THE PANEL ON TAKEOVERS AND MERGERS (AS AMENDED FROM TIME TO TIME) "ASSET

SALE" THE COMPLETION OF A SALE OF ALL OR SUBSTANTIALLY ALL (AS A GOING CONCERN) OF THE BUSINESS AND ASSETS OF THE COMPANY AND/OR ITS SUBSIDIARIES "AVAILABLE PROFITS" PROFITS AVAILABLE FOR DISTRIBUTION WITHIN THE MEANING OF PART 23 OF THE COMPANIES ACT 2006 "CONTROLLING INTEREST" AN INTEREST IN SHARES CONFERRING IN AGGREGATE MORE THAN 50% OF THE TOTAL VOTING RIGHTS CONFERRED BY ALL THE ISSUED SHARES IN THE COMPANY "DEFERRED SHARES" DEFERRED SHARES OF £0.00001 EACH IN THE CAPITAL OF THE COMPANY "EQUITY SHARES" ORDINARY SHARES AND A SHARES "EQUITY SHAREHOLDER" A HOLDER OF EQUITY SHARES "FINANCIAL YEAR" HAS THE MEANING SET OUT IN SECTION 390 OF THE COMPANIES ACT 2006 "ORDINARY SHARES" ORDINARY SHARES OF £0.00001 EACH IN THE CAPITAL OF THE COMPANY "SALE" THE SALE OF (OR THE GRANT OF A RIGHT TO ACQUIRE OR TO DISPOSE OF) ANY OF THE SHARES IN THE CAPITAL OF THE COMPANY (IN ONE TRANSACTION OR AS A SERIES OF TRANSACTIONS) WHICH WILL RESULT IN THE PURCHASER OF THOSE SHARES (OR GRANTEE OF THAT RIGHT) AND PERSONS ACTING IN CONCERT WITH HIM TOGETHER ACQUIRING A CONTROLLING INTEREST IN THE COMPANY, EXCEPT WHERE FOLLOWING COMPLETION OF THE SALE THE SHAREHOLDERS AND THE PROPORTION OF SHARES HELD BY EACH OF THEM ARE THE SAME AS THE SHAREHOLDERS AND THEIR SHAREHOLDINGS IN THE COMPANY IMMEDIATELY PRIOR TO THE SALE "SHARES" ORDINARY SHARES, A SHARES AND DEFERRED SHARES

Class of Shares:	ORDINARY	Number allotted	100000
	SHARES	Aggregate nominal value:	1

Currency: **GBP**

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Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	503954
		Total aggregate nominal value:	5.03954
		Total aggregate amount unpaid:	0

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, CIC Manager.